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**MY ASS NEEDS
YOUR C@CK**

LORI

I'M HOT FOR C@CK

**CARMEL &
OASIS STAR**

**OUR PUSSIES DON'T
WANT C@CK**

CONTESSA

TIME TO SUCK C@CK

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sexy
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**I WANT
EVEN MORE
OF YOUR
BIG, HARD
C@CK**

MISTY

**I'LL RIDE YOUR
BIG C@CK ALL
DAY & NIGHT**

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**C@CKLOVER
TAKES ON THE
LONG AND THE
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50+



18+



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STOP STARING

And go get your checkbook and subscribe. I have a BMW, rent to pay, need another three pairs of Louboutin shoes, and a father with a bad gambling habit, so I have to pose naked in this magazine just so you can get your rocks off looking at my delicious ass.

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MISTY



CONTESSA

BLACKBOOTY



JADA



DREAMER



OASIS & CARAMEL



LORI



ELENA



MISTY MAKES A BIG COCK HAPPY

I've had all my sexual fantasies cum true – except one. I'd like to be the first woman to have sex on the moon. Imagine no atmosphere. You'd have to fuck with your flight suit on. I'd have special ones made where you can get action through special holes in the suit so you can actually be on the moon's surface when you do the deed. That seems more exciting than just fucking in the lunar capsule.









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I'd be on the moon with some hunky astronaut that had a big dick. I'd warm him up in the capsule with a great blow job and then we'd suit up and head outside. We'd find a moon rock and he'd sit on it and I's open his zipper hole and mine and sit on his cock until he had the first money shot on the moon.

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YES, I'M HOT.

*I'm also sassy,
a sweetheart,
opinionated,
a bitch,
your lover,
and your
very worst
nightmare.
I'm your
ex.....
asshole.*



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A woman with long, dark, curly hair is posing in a bright pink, long-sleeved fishnet dress. She is wearing large pink hoop earrings and a thin chain necklace. She is sitting on a wooden floor, leaning back on her hands, and looking over her shoulder towards the camera. The background is a solid red wall.

I'm now in a good relationship. One that allows us to see other people, as long as we come home to each other every night. It was hard to get it started, but we eventually did and now it's a normal part of our lives. The sex has been better and we've been much happier as a couple.

**CONTESSA
BEATS
BYRON'S
MEAT**



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You know, everyone told me that Byron had a big cock, but I don't know how ready I was for it. What they didn't tell me is what a good pussy licker he was. I wasn't expecting him to go south for as long as he did and to make me cum before we even started fucking. And then when we did, his cock was a monster, but I got used to it and loved getting fucked by it.

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REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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CARAMEL
OASIS
STAR
WE WANT
YOU TO
WATCH US



We've each quit looking for that perfect man because we know he just doesn't exist. Open doors? Bring you roses? Make dinner? If there's anyone out there like that then please let us know. In the meantime, there is solace in each other's arms. And we have a lot of fun, too.

PINK



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In the arms of a woman there is love.
There is warmth and there is an understanding of what the pussy needs.
It needs to be rubbed and licked and warmly attended to. Not just blasted in and out by some rogue cock. No – there is a softness that makes us purr when treated properly.

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BLACKBOOTY

MY LITTLE SECRET

Hey, how you all doing out there. My name is Namali. I'm 26 and married. I also have a little secret that I keep from him. Last week I met a guy at the local coffee house where I go who I wanted to film giving him a hand job. That's all I wanted. After some more convincing, he said he would do it. He introduced himself as Jordan and I told him my name. We decided he could come to my house at two on Thursday while my husband was working at his office.

When Jordan arrived, right on time, I was wearing a short black dress with plunging front and back, and no bra or panties. Just the dress and some sexy high heels. The dress showed off my firm round boobs perfectly and also it gave Jordan the chance to easily grab a feel while I jerked him off, I thought. He came in and took his clothes off leaving just his pants on; Jordan then lay down on my sofa while I set up the recorder. Once we were set, I hit record button on the video camera and walked over to him. I got on my knees and started rubbing his left thigh and smiling at Jordan. "You've got to get out of these pants." I told Jordan as I was pulling them off.

His cock was quite small so I was glad it wasn't getting it in my pussy because I couldn't see

how it would satisfy me. I started rubbing and playing with Jordan's cock to get him hard. I opened my legs allowing him to get a view of my clean-shaven, pink pussy. He started rubbing my leg and I then told him I hadn't let my husband



fuck me in two weeks, as I wanted to make Jordan suffer. My hand was working Jordan's cock trying to get him harder. I started stroking him a little faster; his cock growing hard.

What was a small limp dick was now an impressive seven-plus inches. I couldn't help myself so I started to lick him, up and down his shaft with my tongue. I got a little more comfortable and sat

To Black Booty:

I've never, ever written to a men's magazine before, nor have I watched too many sex videos on dvd or the internet,

but I think your cover girl, Aurora, is going to change me. What a great body this girl has. Her boobs are perfect, her ass is divine, and she fucks like I fantasize a woman should fuck. No inhibitions, every hole available for my cock, and sucks and fucks me with a smile on her face. She seems like the prefect fuck doll, and I say that literally.

But Aurora wasn't the only major turn-on. Every female in this issue is dynamite. I recognized a few of

them, but I didn't recognize Tatiana or Courtney. They were so hot and fresh looking that I have jerked off to them several times. I especially liked Courtney's freckles and the fact that she took it in the ass and let the guy cum on her face. I can't wait for the next issue. Good stuff...

— Lincoln, Atlanta

FANTASIES FOR SALE

I used to be a shy introverted girl that avoided all people. Now I'm a nightlife party girl, a nasty bitch when I want to be, a passionate lover, and I can suck the chrome off a trailer hitch. I can make all your fantasies cum true.

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As my hand was working Jordan's cock really fast, Jordan shocked me a little when he slid his hand under my skirt and started playing with my pussy. "No, no, no." I said.

on Jordan's leg knowing my naked pussy was touching his leg, I then began licking and sucking his now fully erect cock. I didn't plan to stay too long sucking on it, but I wanted him to get a feel for my talented tongue. His groans were enough for me to continue, until I felt he was going to cum, but I didn't want that, yet. I slowly, very slowly, pulled my mouth off his cock.

So, I started jerking him a little faster now, as Jordan started playing with my boobs, which made me moan. As my hand was working Jordan's cock really fast, Jordan shocked me a little when he slid

stroking him double handed.

I wanted to tease him some more and moved closer allowing him a feel of my boob. I pulled my skirt up, flashing my pussy as I jerked him faster and faster until suddenly he cried out and blew his load in the condom I had put on. I pulled off the condom, I showed it to the camera, and tied the upper part in a knot. I excused myself, adjusted my dress, told him to put his pants back on, and took my cum-filled prize to the bedroom. I thanked Jordan and showed him the door.

– Namali, Austin, TX

LOVE THE OLD NEIGHBORHOOD

It all started about ten years ago. I was 25 years old and I was seeing this woman that was 21. We're both African-American and she was living with her parents in a predominantly Hispanic neighborhood. Living across the street from her was a Mexican family. The parents had moved here from Mexico. They had three daughters. The oldest was probably 28, already married and had a child by this time. The middle girl had just taken a job at a large hospital. The third, Marianna, had just started to a local community college.

Well, as time went on, I married my girlfriend, and a couple years later we divorced. I moved to a different part of town and am doing well. One morning, I had breakfast with an old friend in the old neighborhood. After a few hours of

catching up and joking around, we went our own ways. I stopped at the grocery store on my way home. That's when I ran into Marianna.

"Hi Devon." a female voice said from behind me. I turned and said "Hi" in return, but I knew I had that look on my face like 'who the hell are you.'

"It's me, Marianna. Remember?"

"Damn, you sure are. How are you?" I mumbled.

We chatted for a few minutes and caught up. She's now 22 years old and just finished college. As we were leaving, I blurted out, "Please, let me take you out for dinner some time so we can catch up." I said jokingly. She countered with: "Why don't I come over to your place and make dinner?" "Really?" I asked. She smiled and nodded and then I gave her directions to my place.

We decided on six for dinner and sure enough, right on time, I hear a car enter my driveway and so I opened the door and greeted her. I thought my jaw was going to bounce off the floor. She was wearing some black stiletto heels, a black pin-striped suit jacket and a matching skirt that was very short. Her hair and makeup were just fabulous.

"Please." I said as I offered to take the bag she was carrying. When she was inside I put the bag down and took her jacket. Marianna turned around, unbuttoned the 2 buttons, and slid it off to reveal a matching corset without cups. I



his hand under my skirt and started playing with my pussy. "No, no, no." I said. I pulled my pussy away from Jordan's hand because what I was doing didn't give him the right to finger fuck me. I told him that he was lucky to be getting a hand job from me. I wrapped both hands around his tool and started

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I had the biggest grin on my face. Then as she left the bedroom for the kitchen, she turned around, slapped her ass and said, "And this is for dessert!"

took it and hung it up in the entry closet. We headed to the kitchen where I put the bag on the counter and picked up the two glasses of wine I had poured just before she came. We went back to the living



room and stood by the fireplace for a moment. Then unexpectedly, she took my glass and put it and hers on the mantle.

"Devon, I'm not hungry for food yet." she said as she moved closer and started kissing me. Her hands wandered down to my crotch and she began unzipping me as her tongue swirled around my mouth. I was in a tizzy. So much, so fast. My pants came back off before she stepped in close to kiss me again. My hands were all over her tight little 22 year old body. Then she pulled my shirt off to make me completely naked. She moved away from me, still wearing the

heels, corset and skirt. She pulled me into my bedroom. I walked over to the side of the bed where I leaned in to kiss her.

As we kissed, my hands were busy trying to unfasten the skirt, and hers were busy stroking my cock. Then I knelt on the bed between her feet. This is when I got my first view of her bald pussy. I went in tongue first. Sucking on her clit and those smooth pussy lips. She was moaning and wiggling and was cumming in no time. I just kept on eating that pussy. Before I knew it, she was screaming and cumming again. I slid my cock into her sopping wet pussy. She was a bit tight, but I am a bit thick. So it was a perfect match. I worked her pussy for about a half an hour before she started to moan and scream again. I could feel her young pussy muscles gripping and convulsing around my dick as she came all over me. But I didn't stop. I picked up the pace and within another minute or two, she was cumming for a fourth time. She turned around and sat down on me, guiding my dick back into her.

She laid back down on top of me and although I was moving my hips up and down, she was in charge of the pace. First up and down for a bit, then she was grinding our pelvises together, then a combination. Up, down and grind, up, down and grind. This went on for a while before she started breathing hard again and started screaming once again in orgasm. Once she caught her breath, I


just smiled and winked at her and started moving my hips up and down again. Then she leaned back with her hands on my legs and her boobs pointing straight up at the ceiling. Between watching her boobs and watching my cock going in and out of her young bald pussy, I was ready to blow.

Before I knew it, Marianna was screaming again and cumming on my cock. This time her pussy was gripping my dick just right and I shot my load into her sweet pussy. I came so much, I could feel it running out of her pussy, down my balls, across my ass cheek, and onto the bed. We just stayed like that for a minute, then she got up and let my still hard cock free as she lay next to me with her head on my shoulder.

"What's for dinner?" I asked jokingly. We laughed a little and she got up out of bed naked, went to the bathroom. When she came out, she said she was going to fix me dinner in the nude. I had the biggest grin on my face. Then as she left the bedroom for the kitchen, she turned around, slapped her ass and said, "And this is for dessert!"

– Devon, Brooklyn, NY

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I was in a hotel room in Miami Beach last summer when the room service guy walked in on my man and me. At first we didn't notice him because we were out on the balcony going at it. Who knows how long he must have been there watching us. I saw him after I came in and was going into the bathroom. He pretended he just got there so I said "Hi" and kept going.

ELENA
I TOOK A
DAY OFF
OF WORK
FOR THIS
SHOOT



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Then there was the time that I decided to give my guy a handjob at the baseball stadium. We took a blanket with us and about the third inning I started stroking him. We were into it for just a few minutes when a foul ball was hit our way and he stood up to catch it. The blanket fell away and everyone saw my hand still on it.

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DO I LOOK THE PART?

*I'm rich, single and looking for sex.
I get invited to all the right parties,
have a boatload of cash and live
the life of a rockstar's groupie.
You got the balls to check me out?*

50+

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A woman with long, dark, wavy hair is posing on a light-colored tiled floor. She is wearing a white two-piece bikini. She is leaning back, resting her weight on her hands which are holding a clear plastic container. She is looking over her shoulder at the camera with a slight smile. A small pink flower is tucked into her hair. She is wearing a silver bracelet on her right wrist. The background is a plain, light-colored wall.

LORI FLEX THAT BOOTY

I was a gymnast in high school and college. My specialty was the balance beam. I enjoyed fucking other gymnasts because we had so much in common. Even the guys. They weren't all gay. I even fucked a guy on the balance beam. Now that was fun.





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I'm horny 24/7. I wake up two or three times a night just to diddle myself. When there's a man in my bed, I wake him up to do it. Of course I return the favor. I'll wake him up by starting a blow job and ending with a good fuck. That always seems to do the trick.

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some things just go together like pizza and sex

Layla has always fantasized what it would be like to have two men at the same time. I suggested making my wife's fantasy a reality. But when an old high school bud of mine went to work at my office, I thought it would be a perfect time for her to experience it. Desmond is in the marketing department. He's my age and a bit smaller, but very personable and quite energetic. Since he's joined the company, I found that I like him because we have many of the same interests and he's a hard worker. Even though we're not in the same department, I've had meetings with him and his group and feel that I can trust him.

It turns out that he also dated Layla before me. Then he and his parents moved to another city. I met and fell for Layla about a year after Desmond moved. I told Layla that he had joined my firm within a couple days of his coming. I explained that if we were to do a threesome, I'd be okay with him as the other guy. She again expressed her reluctance to engage in a three-way, but I could tell that she was intrigued by the thought that it might be Desmond.

I don't know why she won't do a three-way with other women, I've told her not to worry because, she is the most beautiful woman in the world as far as I'm concerned, and I will follow her to the end of the earth if need be. I've jokingly told her, "You can pick out the girl," and then we would laugh. "I don't need anyone but you sweetie, because I love you so much! I would be a fucking fool to mess up our relationship by doing something you didn't approve of!" Layla feels the same. We love and trust each other completely.

Layla is about little shorter than me and I'm 5 foot 10 inches. She has a tan complexion, with perfect 34D breasts that have brown, and the long hard nipples that poke out when it gets cold or she is excited. One morning I woke up extremely horny. I went

down between her legs and began munching on her wonderful hot pussy. After eating her pussy for about thirty minutes, I rolled her over and slid my throbbing dick into her hot pussy, and fucked her doggy style. I fucked her as hard as I could, but didn't bring her off, so I concentrated on my own orgasm as it was



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getting late. Later that day she called and said she was so fucking horny from the morning's escapades that she wanted to stop by my office and she'd fuck me again.

I thought this would be the perfect time to fulfill Layla's fantasy and decided to initiate the three-some. When I saw Desmond at the office, he was

when the coast was clear for him to join us.

About 6:16 my cell phone rings and Layla is at the office door. I go to let her in and she placed her hand on my waiting hardon and tells me to get undressed. I tell her that I've asked Desmond to stay and join us if she is ready to try it tonight. She blushes and pauses to think for a second. I didn't think she was going to go for it. She thought I was kidding, but when I called Desmond into the office, she had a look of hesitation in her eyes. She looked at Desmond then back at me, and poor guy didn't know what to do or say at this point. Then I realized I was going to have to make the first move, so I reached over grabbed the front of her top and quickly pulled it up over her head. She wasn't wearing a bra and instinctively covered her boobs with her hands. Realizing there was little she could do but go with it, she dropped her hands and unbuttoned her slim skirt and let it drop to the floor. Her sexy black lace panties were revealed as I looked at Desmond taking this all in.



heading home for the day. I went over to him and asked if he had plans for the next few hours. When he said he didn't, except to pick up the pizza he had ordered for dinner, I asked him if he would help me fuck my wife. He looked at me with his jaw dropped down and asked if I was joking. I told him I wasn't and that she was on her way over to fuck me. He was somewhat skeptical that I was telling the truth and decided to hang around and see in indeed I was. I asked if he would lock up and go back to his desk until we were ready. I'd call him on the intercom

and said told him to come over and take her panties off. In two large, quick steps he was in front of her, dropping to his knees as he pulled them down and off her feet. Rising up, he puckered his mouth around her gorgeous nipple and sucked it into his drooling mouth. Not wanting to be left out, I squeezed her other breast, taking her beautiful button between my teeth, and rolled it back and forth. Layla flung her head, and arched her back, sticking her chest out, like offering her prize possessions to the winner! Desmond and I nibbled and sucked,

... she dropped her hands and unbuttoned her slim skirt and let it drop to the floor. Her sexy black lace panties were revealed as I looked at Desmond taking this all in.

Then her body started quivering, and twitching, her stomach muscles contracted, forcing her blood to her swelling clit, and she exploded with such force! Layla's body went limp.

coating her gorgeous boobs with our wet mouths. She moaned softly, taking in the fact that she had two men devouring her jutting breasts. Her breathing became heavier; she was enjoying the sensation of having both her boobs sucked on at the same time! She leaned her head back and growled with pleasure. She then broke our suction and told us both to strip. Standing with her hands on her hips, legs slightly spread, she looked like a naked super heroine ready for battle.

I ripped my clothes off and Desmond wasn't far behind. He released her boobs as he ripped his clothes off and was ready for action! We stood there looking at each other, breathing heavily, our hearts pounding with adrenaline, our blood coursing its way to our engorged cocks. Our brains were no longer in control of our bodies. Desmond and I looked at each other, and went for her at the same time! We playfully wrestled her to the floor; he went for her heaving chest, and I went down and lapped at her hot pussy like a starving dog. I shoved my tongue as far as it would go, curling it around her sensitive clit. Then her body started quivering, and twitching, her stomach muscles contracted, forcing her blood to her swelling clit, and she exploded with such force! Layla's body went limp, but not for long as Desmond kept licking and sucking her tits. He then got on his knees, and rammed his cock into her drooling mouth. As Desmond fucked my hot wife in the mouth, I grabbed her ass, and slammed my meat into her quivering pussy.

Moments later I told Desmond it was time to switch. I pulled out of her, and Desmond pulled out of her

mouth. We fucked her in as many positions as the three of us could dream up until we men sensed she was about to cum. Her body was literally vibrating from our pounding and she was ready to explode. Her body tensed and let loose a mind-blowing orgasm that must have shook the building. Not long after she went into spasms, Desmond yelled out that he was going to cum! I felt him spasming in-



side her cunt, which triggered my own orgasm. I pumped what seemed to be gallons of jizz into her hot mouth as Desmond filled her pussy with his man juice.

We laid out spent on the office floor in the middle of our clothes debris. Chairs and tables askew and toppled like the aftermath of a hurricane. Desmond finally got up and said he'd go to get the pizza he had ordered if we would stay and do it all over again. Sex and pizza. What could be better?

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Even though you see
me in all these sexy
pictures, I'm really just
a home girl that likes
her sweats and sandals.
I also like to be wined
and dined, and as long
as nobody recognizes
me, I can have a nice
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DREAMER

I'M IN FOR A GOOD TIME

When I saw these two studs walk in the room, I nearly came on the spot. I knew that the day ahead was going to be a memorable one. I mean look at the size of those cocks. I could barely contain myself or them. I don't think I had ever been around such huge man-meat.





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One cock was thick and one was long, but they both were BIG. I mean I had a hard time handling one, let alone two. Until I got used to it, that is, and my holes adjusted for their size. Then I gave them both a good fucking and sent them on their way. I think we're going to do it again next week! I hope we'll be able to film that one, too.

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